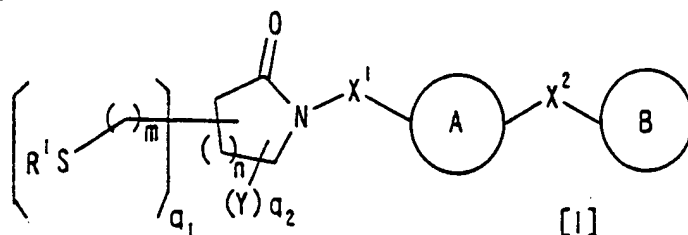


In the Claims

Please substitute the following claims 14-16 for claims 14-16 now pending in the above-identified application.

1. (Previously Presented) A compound represented by Formula:



wherein ring A and ring B may be same or different and each is an optionally substituted homocyclic or heterocyclic ring,

wherein the substituents on ring A and ring B may be bound to each other and taken together with ring A, ring B and X² to form a condensed ring,

each R¹ may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group, an optionally substituted heterocyclic group or SR²,

wherein R² is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

X¹ is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group or -NR³-,

wherein R³ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group,

X² is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group, -NR⁴-, -O- or -S(O)_p-,

wherein R⁴ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group,

and wherein p is 0, 1 or 2,

each Y may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, a halogen atom, a carboxyl group, an acyl group, an optionally substituted hydroxy group, an optionally substituted amino group, SR^5 , an oxo group, a thioxo group, an optionally substituted imino group, a nitro group or a cyano group,

wherein R^5 is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

each m may be same or different and is 0 or 1,

n is 3,

q_1 is an integer of 1 to $2n+4$,

q_2 is an integer of 0 to $2n+3$,

and the sum of q_1 and q_2 is $2n+4$,

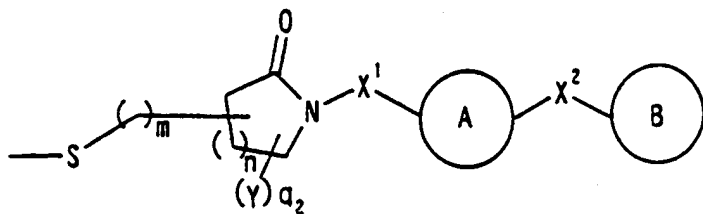
provided that when ring B is a nitrogen-containing heterocyclic ring then X^2 binds to a position capable of being substituted except for a nitrogen atom on ring B, or a salt thereof.

2. (Original) A compound according to Claim 1 wherein each of ring A and ring B is an optionally substituted benzene ring.

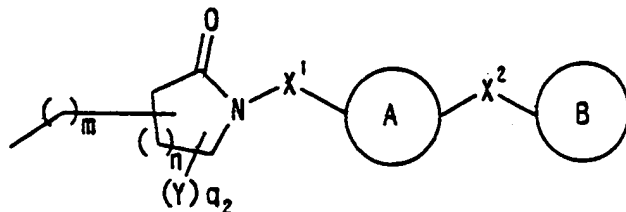
3. (Previously Presented) A compound according to Claim 1 wherein each R^1 may be same or different and is a hydrogen atom, an optionally substituted lower alkyl group, -

(C=O)-R⁶ or SR² wherein R⁶ is a hydrogen atom, an optionally substituted hydrocarbon group, an optionally substituted amino group or an optionally substituted hydroxy group and wherein R² has a meaning defined in Claim 1.

4. (Original) A compound according to Claim 1 wherein each R¹ may be same or different and is represented by Formula:



wherein each symbol has a meaning defined in Claim 1, or by formula:



wherein each symbol has a meaning defined in Claim 1.

5. (Original) A compound according to Claim 1 wherein X¹ is an optionally substituted methylene group.

6. (Original) A compound according to Claim 1 wherein X² is -O-.

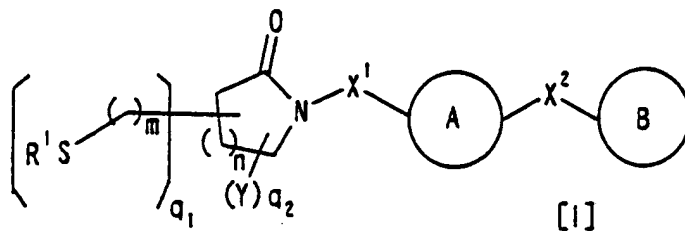
Claim 7 (Cancelled)

Claim 8 (Cancelled)

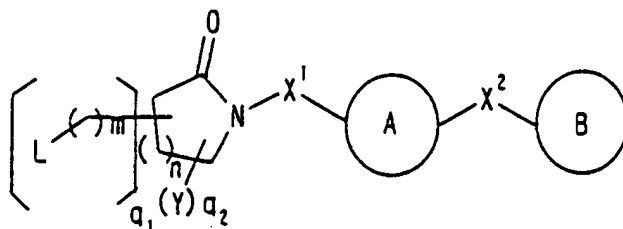
9. (Original) A compound according to Claim 1 wherein m is 0.

Claim 10 (Cancelled)

11. (Original) A method for producing a compound represented by Formula:



wherein each symbol has a meaning defined in Claim 1 or a salt thereof, comprising reacting a compound represented by Formula:

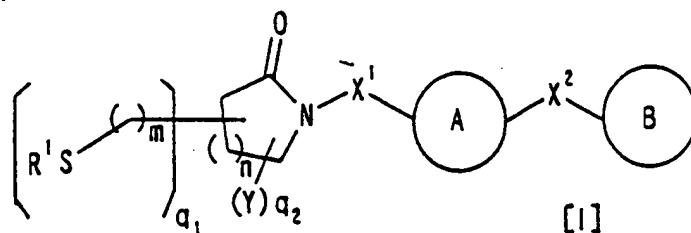


wherein L is a leaving group and each of other symbols has a meaning defined in Claim 1 or a salt thereof with a compound represented by Formula:

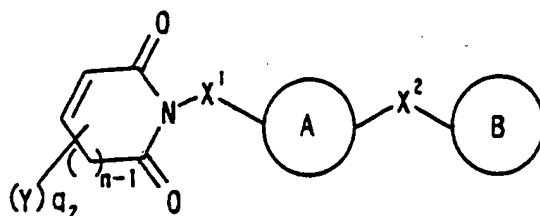


wherein R^1 has a meaning defined in Claim 1 or a salt thereof.

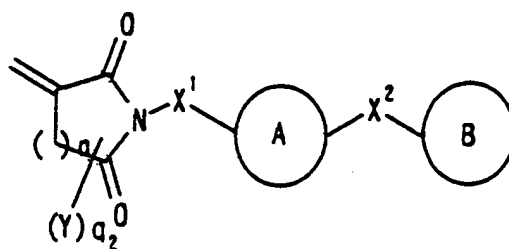
12. (Original) A method for producing a compound represented by Formula:



wherein each symbol has a meaning defined in Claim 1 or a salt thereof, comprising reacting a compound represented by Formula:



wherein each symbol has a meaning defined in Claim 1 or a salt thereof, or a compound represented by Formula:

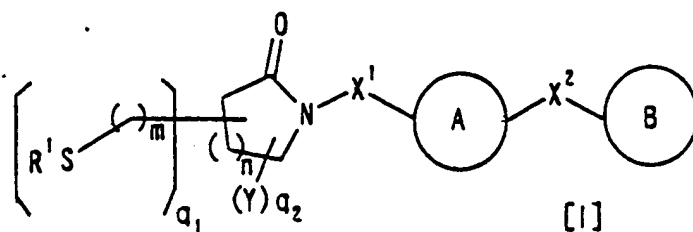


wherein each symbol has a meaning defined in Claim 1 or a salt thereof, with a compound represented by Formula:



wherein R^1 has a meaning defined in Claim 1 or a salt thereof.

13. (Previously Presented) A pharmaceutical composition comprising a compound represented by Formula:



wherein ring A and ring B may be same or different and each is an optionally substituted homocyclic or heterocyclic ring,

wherein the substituents on ring A and ring B may be bound to each other and taken together with ring A, ring B and X^2 to form a condensed ring,

each R^1 may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group, an optionally substituted heterocyclic group or SR^2

wherein R^2 is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

X^1 is a bond, an optionally substituted divalent C_{1-3} aliphatic hydrocarbon group or $-NR^3-$ wherein R^3 is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group, X^2 is a bond, an optionally substituted divalent C_{1-3} aliphatic hydrocarbon group, $-NR^4-$, $-O-$ or $-S(O)_p-$,

wherein R^4 is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group,

and wherein p is 0, 1 or 2,

each Y may be same or different and is a hydrogen atom, an optionally substituted

hydrocarbon group, a halogen atom, a carboxyl group, an acyl group, an optionally substituted hydroxy group, an optionally substituted amino group, SR^5 , an oxo group, a thioxo group, an optionally substituted imino group, a nitro group or a cyano group,

wherein R^5 is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

each m may be same or different and is 0 or 1,

n is 3,

q_1 is an integer of 1 to $2n+4$,

q_2 is an integer of 0 to $2n+3$,

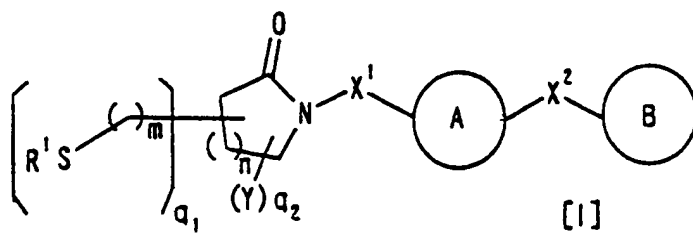
and the sum of q_1 and q_2 is $2n+4$

or a salt thereof

and a pharmaceutically acceptable carrier.

14. (Currently Amended) A matrix metalloprotease inhibitor comprising a composition of

a compound represented by Formula:



wherein ring A and ring B may be same or different and each is an optionally substituted homocyclic or heterocyclic ring,

wherein the substituents on ring A and ring B may be bound to each other and taken together with ring A, ring B and X² to form a condensed ring,

each R¹ may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group, an optionally substituted heterocyclic group or SR²

wherein R² is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

X¹ is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group or

-NR³ - wherein R³ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group, X² is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group, -NR⁴-, -O- or -S(O)_p-,

wherein R⁴ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group,

and wherein p is 0, 1 or 2,

each Y may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, a halogen atom, a carboxyl group, an acyl group, an optionally substituted hydroxy group, an optionally substituted amino group, SR⁵, an oxo group, a thioxo group, an optionally substituted imino group, a nitro group or a cyano group,

wherein R^5 is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

each m may be same or different and is 0 or 1,

n is 3,

q_1 is an integer of 1 to $2n+4$,

q_2 is an integer of 0 to $2n+3$,

and the sum of q_1 and q_2 is $2n+4$

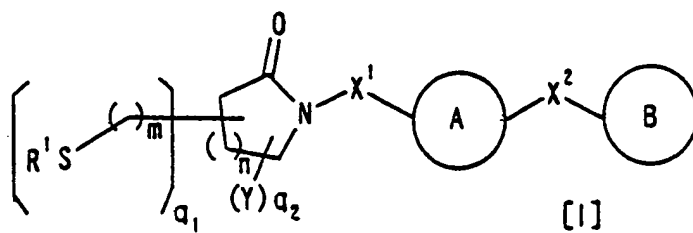
or a salt thereof

and a pharmaceutically acceptable carrier

according to Claim 13 or a salt thereof.

15. (Currently Amended) A prophylactic and therapeutic agent against osteoarthritis, rheumatoid arthritis, osteoporosis, cancer, periodontosis or corneal ulcer comprising a composition of

a compound represented by Formula:



wherein ring A and ring B may be same or different and each is an optionally substituted homocyclic or heterocyclic ring,

wherein the substituents on ring A and ring B may be bound to each other and taken together with ring A, ring B and X^2 to form a

condensed ring,

each R¹ may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group, an optionally substituted heterocyclic group or SR²

wherein R² is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally substituted heterocyclic group,

X¹ is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group or

-NR³ - wherein R³ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group, X² is a bond, an optionally substituted divalent C₁₋₃ aliphatic hydrocarbon group, -NR⁴-, -O- or -S(O)_p-,

wherein R⁴ is a hydrogen atom, an optionally substituted hydrocarbon group or an acyl group,

and wherein p is 0, 1 or 2,

each Y may be same or different and is a hydrogen atom, an optionally substituted hydrocarbon group, a halogen atom, a carboxyl group, an acyl group, an optionally substituted hydroxy group, an optionally substituted amino group, SR⁵, an oxo group, a thioxo group, an optionally substituted imino group, a nitro group or a cyano group,

wherein R⁵ is a hydrogen atom, an optionally substituted hydrocarbon group, an acyl group or an optionally

substituted heterocyclic group,

each m may be same or different and is 0 or 1,

n is 3,

q_1 is an integer of 1 to $2n+4$,

q_2 is an integer of 0 to $2n+3$,

and the sum of q_1 and q_2 is $2n+4$

or a salt thereof

and a pharmaceutically acceptable carrier

~~according to Claim 13 or a salt thereof.~~

16. (Currently Amended) A method for ~~preventing and~~ treating osteoarthritis, rheumatoid arthritis, osteoporosis, ~~cancer~~, periodontosis or corneal ulcer comprising administering a composition according to Claim 13 or a salt thereof.

Claim 17 (Cancelled)